

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

IN RE: DEALER MANAGEMENT
SYSTEMS ANTITRUST LITIGATION

This Document Relates To:

ALL CASES

MDL No. 2817
Case No. 18-cv-00864

Hon. Robert M. Dow, Jr.
Magistrate Judge Jeffrey T. Gilbert

**DECLARATION OF DEREK T. HO IN SUPPORT OF MDL PLAINTIFFS'
OPPOSITIONS TO DEFENDANTS' MOTIONS FOR SUMMARY JUDGMENT**

I, Derek T. Ho, pursuant to 28 U.S.C. § 1746, declare as follows. I am a partner with the law firm of Kellogg, Hansen, Todd, Figel & Frederick, P.L.L.C. in Washington, D.C. I respectfully submit this declaration in support of the following filings, which are being filed concurrently with this Declaration:

- a. Plaintiff Authenticom, Inc.s' Opposition to Defendants CDK Global, LLC's ad the Reynolds and Reynolds Company's Motion for Summary Judgment.
- b. MDL Plaintiffs' Joint Response to Defendants CDK Global, LLC and The Reynolds and Reynolds Company's Joint Statement of Common Undisputed Material Facts in Support of Their Motions for Summary Judgment.
- c. MDL Plaintiffs' Statement of Additional Facts in Opposition to Defendants' Motion for Summary Judgment.
- d. Plaintiff AutoLoop's Opposition to Defendant CDK Global, LLC's Motion for Summary Judgment
- e. Plaintiff Authenticom, Inc.'s Opposition to Counterclaimant's The Reynolds and Reynolds Company's Motion for Partial Summary Judgment

- f. Plaintiff Authenticom Inc.'s Responses to Counterclaimant's The Reynolds and Reynolds Company's Statement of Undisputed Material Facts in Support of Its Motion for Partial Summary Judgment
- g. Plaintiff Motor Vehicle Software Corporation's Opposition To Defendant The Reynolds And Reynolds Company's Motion For Summary Judgment
- h. Plaintiff Motor Vehicle Software Corporation's Responses to Defendant The Reynolds and Reynolds Company's Statement of Undisputed Material Facts in Support of Its Motion for Summary Judgment.

All of the documents attached to this Declaration and identified below (Exhibits 1 – 503), are true and correct copies of the identified documents and have been designated, as appropriate, under the Second Amended Agreed Confidentiality Order in this case (Dkt. 650).

EXHIBIT NUMBER	DESCRIPTION
1	Deposition transcript of Elizabeth Ayotte (Oct. 18, 2018) (EXCERPTS)
2	Deposition transcript of Brian Clements (Oct. 24, 2018) (EXCERPTS)
3	Deposition transcript of Jon Martin (Nov. 14, 2018) (EXCERPTS)
4	Deposition transcript of Joseph Nemelka (Nov. 14, 2018) (EXCERPTS)
5	Deposition transcript of Kevin Distelhorst (Nov. 15, 2018) (EXCERPTS)
6	Deposition transcript of Trey Gerlich (Nov. 28, 2018) (EXCERPTS)
7	Deposition transcript of Anthony Petruzzelli (Nov. 28, 2018) (EXCERPTS)
8	Deposition transcript of Keith Jezek (Nov. 30, 2018) (EXCERPTS)
9	Deposition transcript of Keith Hill (Dec. 5, 2018) (EXCERPTS)
10	Deposition transcript of Ron Workman (Dec. 7, 2018) (EXCERPTS)
11	Deposition transcript of Jonathan Strawsburg (Dec. 13, 2018) (EXCERPTS)

12	Deposition transcript of Larry Colson (Dec. 20, 2018) (EXCERPTS)
13	Deposition transcript of William Munns (Dec. 21, 2018) (EXCERPTS)
14	Deposition transcript of Robert Karp (Jan. 8, 2019) (EXCERPTS)
15	Deposition transcript of Robert Brockman (Jan. 16, 2019) (Day 1) (EXCERPTS)
16	Deposition transcript of Robert Brockman (Jan. 17, 2019) (Day 2) (EXCERPTS)
17	Deposition transcript of Napa Bulusu (Jan. 25, 2019) (EXCERPTS)
18	Deposition transcript of Ronald Lamb (Jan. 25, 2019) (EXCERPTS)
19	Deposition transcript of Vince Rubino (Jan. 28, 2019) (EXCERPTS)
20	Deposition transcript of Dara Goroff (Feb. 1, 2019) (EXCERPTS)
21	Deposition transcript of Malcolm Thorne (Feb. 7, 2019) (EXCERPTS)
22	Deposition transcript of Paul Whitworth (Individual) (Feb. 8, 2019) (EXCERPTS)
23	Deposition transcript of Katie Wiersgalla (Feb. 12, 2019) (EXCERPTS)
24	Deposition transcript of Michael Noser (Feb.13, 2019) (EXCERPTS)
25	Deposition transcript of Kevin Witt (Feb. 20, 2019) (EXCERPTS)
26	Deposition transcript of Dan McCray (Feb. 22, 2019) (EXCERPTS)
27	Deposition transcript of Mark Johnson (Feb. 28, 2019) (EXCERPTS)
28	Deposition transcript of Howard Gardner (Mar. 6, 2019) (Day 1) (EXCERPTS)
29	Deposition transcript of Howard Gardner (Mar. 7, 2019) (Day 2) (EXCERPTS)
30	Deposition transcript of Phillip Battista (Mar. 14, 2019) (EXCERPTS)
31	Deposition transcript of Don Armstrong (Individual) (Mar. 19, 2019) (EXCERPTS)
32	Deposition transcript of Don Armstrong (30(b)(6)) (Mar. 20, 2019) (EXCERPTS)
33	Deposition transcript of Michael Trasatti (Mar. 20, 2019) (EXCERPTS)
34	Deposition transcript of Allan Stejskal (Mar. 26, 2019) (EXCERPTS)
35	Deposition transcript of Kelly Thomas (Mar. 29, 2019) (EXCERPTS)

36	Deposition transcript of Scott Herbers (Apr. 3, 2019) (EXCERPTS)
37	Deposition transcript of Lucas Baerg (Apr. 4, 2019) (EXCERPTS)
38	Deposition transcript of Joseph Keonig (Apr. 9, 2019) (EXCERPTS)
39	Deposition transcript of Steve Anenen (Apr. 10, 2019) (EXCERPTS)
40	Deposition transcript of Brad Perry (Apr. 11, 2019) (EXCERPTS)
41	Deposition transcript of Neal East (Apr. 16, 2019) (EXCERPTS)
42	Deposition transcript of Robert Schaefer (Apr. 17, 2019) (Day 1) (EXCERPTS)
43	Deposition transcript of James Quinlan (Apr. 18, 2019) (EXCERPTS)
44	Deposition transcript of Robert Schaefer (Apr. 18, 2019) (Day 2) (EXCERPTS)
45	Deposition transcript of Thomas Elliott (Apr. 19, 2019) (EXCERPTS)
46	Deposition transcript of Wayne Johnston (Apr. 23, 2019) (EXCERPTS)
47	Deposition transcript of Brian Green (Apr. 25, 2019) (EXCERPTS)
48	Deposition transcript of Jason Burton (Apr. 26, 2019) (EXCERPTS)
49	Deposition transcript of Paul Whitworth (30(b)(6)) (Apr. 26, 2019) (EXCERPTS)
50	Deposition transcript of Kelly Hall (May 2, 2019) (EXCERPTS)
51	Deposition transcript of Keith Hill (30(b)(6)) (May 2, 2019) (EXCERPTS)
52	Deposition transcript of Aaron Medina (May 8, 2019) (EXCERPTS)
53	Deposition transcript of Christine Muntanion (May 8, 2019) (EXCERPTS)
54	Deposition transcript of Mark Thorpe and Garrett Thorpe (May 14, 2019) (EXCERPTS)
55	Deposition transcript of Alan Andreu (May 19, 2019) (EXCERPTS)
56	Deposition transcript of Gordon Klein (Jan. 10, 2020) (EXCERPTS)
57	Deposition transcript of Michael Whinston (Jan. 10, 2020) (EXCERPTS)
58	Deposition transcript of Nancy Miracle (Jan. 15, 2020) (EXCERPTS)
59	Deposition transcript of Mark Israel (Jan. 17, 2020) (EXCERPTS)

60	Deposition transcript of Kevin Murphy (Jan. 24, 2020) (EXCERPTS)
61	Deposition transcript of Timothy Bresnahan (Jan. 31, 2020) (EXCERPTS)
62	Excerpts from the transcript of the June 26, 2017 (Day 1 Afternoon Session) Preliminary Injunction Hearing in <i>Authenticom, Inc. v. CDK Global, LLC</i> , No. 17-318 (W.D. Wis.), Dkt. 162 (“PI Hearing Tr. 1-P”)
63	Excerpts from the transcript of the June 27, 2017 (Day 2 Afternoon Session) Preliminary Injunction Hearing in <i>Authenticom, Inc. v. CDK Global, LLC</i> , No. 17-318 (W.D. Wis.), Dkt. 163 (“PI Hearing Tr. 2-P”)
64	Excerpts from the transcript of the June 26, 2017 (Day 1 Morning Session) Preliminary Injunction Hearing in <i>Authenticom, Inc. v. CDK Global, LLC</i> , No. 17-318 (W.D. Wis.), Dkt. 164 (“PI Hearing Tr. 1-A”)
65	Excerpts from the transcript of the June 27, 2017 (Day 2 Morning Session) Preliminary Injunction Hearing in <i>Authenticom, Inc. v. CDK Global, LLC</i> , No. 17-318 (W.D. Wis.), Dkt. 165 (“PI Hearing Tr. 2-A”)
66	Transcript of Preliminary Injunction Hearing on June 3, 2020 (Day 2 - Afternoon), <i>CDK Global LLC v. Brnovich</i> , D. Ariz. No. 2:19-cv-04849-GMS, Dkt. 127
67	Letter from J. Glickstein to C. Bonomo regarding CVR Deposition (May 29, 2019)
68	Deposition transcript of David Lampert (June 25, 2019) (EXCERPTS)
69	NADA Annual Financial Profile of America’s Franchised New-Car Dealerships (2019)
70	Automotive News - Data system is Brockman's latest surprise
71	Automotive News - Dealers get new management system option
72	Automotive News - Top 150 Dealerships in US - 2019 (released March 2020)
73	CDK webpage: CDK Global to Acquire ELEAD1ONE
74	CDK webpage: CDK Locations
75	Dealertrack webpage: Dealertrack Locations
76	Tech Terms Definition of PS/2 (Personal System_2)
77	MVSC – Don McNamara Offer Letter W4
78	Email from E. Partida to K. Kimball, et al., Re Fwd FLSP change (4-28-15)

79	Email from J Nemelka to Jackley & Fricker, DMVdesk–AB 516 & UCS (RCI)
80	Jamison Offer Letter W4
81	DX 109 ¹ (CDK-0116100)
82	DX 744 (AUTH_00167028)
83	DX 762 (AUTH_00468038)
84	DX 924 (COX_0005014)
85	DX 1123: InDesign Data webpage: Announcing DMSconnect Generation 4
86	DX 1237: Forensics Report of Brian Halpin (Aug. 26, 2019)
87	PX 2 (CDK-0470596)
88	PX 24 (CDK-0569059)
89	PX 62 (CDK-0767468)
90	PX 63 (CDK-0802386)
91	PX 125 (REYMDL00233147)
92	PX 139 (CDK-1424529)
93	PX 148 (REYMDL00068351)
94	PX 151 (MVSC_MDL_0009716)
95	PX 186 (REYMDL00109185)
96	PX 187 (REYMDL00109651)
97	PX 188 (REYMDL00270151)
98	PX 252 (CDK-0801743)
99	PX 254 (CDK-0838850)
100	PX 255 (CDK-2286511)
101	PX 256 (CDK-1518883)

¹ “DX” and “PX” refer to exhibits marked at depositions in this litigation.

102	PX 257 (CDK-0905356)
103	PX 268 (CDK-0395057)
104	PX 280 (CDK-0032707)
105	PX 298 (CDK-2741409)
106	PX 300 (CDK-0194969)
107	PX 302 (CDK-2699033)
108	PX 353 (REYMDL00583139)
109	PX 374 (REYMDL00039156)
110	PX 381 (REYMDL00480055)
111	PX 382 (REYMDL00574089)
112	PX 383 (REYMDL00534306)
113	PX 390 (REYMDL00043744)
114	PX 391 (REYMDL00574717)
115	PX 394 (REYMDL00037733)
116	PX 395 (REYMDL00036133)
117	PX 396 (REYMDL00116429)
118	PX 442 (CDK-3059251)
119	PX 444 (CDK-2462263)
120	PX 445 (CDK-0223018)
121	PX 446 (CDK-2053727)
122	PX 459 (CDK-0021983)
123	PX 465 (CDK-0175731)
124	PX 476 (REYMDL00118770)
125	PX 477 (REYMDL00117707)

126	PX 488 (REYMDL00238184)
127	PX 489 (REYMDL00333373)
128	PX 491 (CDK-1727401)
129	PX 497 (REYMDL00265020)
130	PX 498 (REYMDL00118362)
131	PX 499 (REYMDL00117613)
132	PX 527 (REYMDL00260867)
133	PX 550 (CDK-2884307)
134	PX 555 (CDK-0236500)
135	PX 559 (CDK-1100311)
136	PX 564 (CDK-1227767)
137	PX 565 (CDK-1126090)
138	PX 568 (CDK-0072372)
139	PX 577 (CDK-1752981)
140	PX 578 (CDK-1228533)
141	PX 595 (CDK-2827504)
142	PX 602 (CDK-3015148)
143	PX 638 - Automotive News: "InfoTech Question & Answer: Deal puts Brockman in the Spotlight"
144	PX 641 (CDK-0903802)
145	PX 642 (REYMDL00260942)
146	PX 644 (REYMDL00261631)
147	PX 672 (REYMDL00048078)
148	PX 673 (REYMDL00470609)
149	PX 676 (REYMDL00246636)

150	PX 677 (COX_0004893)
151	PX 682 (REYMDL00298564)
152	PX 684 (REYMDL00016612)
153	PX 691 (REYMDL00243259)
154	PX 711 (CDK-0189652)
155	PX 714 (CDK-1693816)
156	PX 717 (CDK-1617197)
157	PX 725 (CDK-0048439)
158	PX 736 (CDK-0008049)
159	PX 740 (CDK-1222549)
160	PX 741 (CDK-0124033)
161	PX 766 (CDK-3107857)
162	PX 770 (CDK-1190297)
163	PX 772 (CDK-0117339)
164	PX 778 (NADA-101207)
165	PX 779 (NADA-2002484)
166	PX 813 (TL00000147)
167	PX 815 (TL00000179)
168	PX 819 (AUTH 00144031)
169	PX 833 (CDK-1811723)
170	PX 840 (CDK-2985164)
171	PX 851 (CDK-0843479)
172	PX 865 (CDK-0759281)
173	PX 867 (CDK-2279734)

174	PX 872 (CDK-1390278)
175	PX 875 (CDK-0974988)
176	PX 877 (CDK-0771480)
177	PX 878 (CDK-1524403)
178	PX 879 (CDK-1478961)
179	PX 882 (CDK-2395864)
180	PX 883 (CDK-0872981)
181	PX 892 (CDK-1402527)
182	PX 896 (CDK-2879756)
183	PX 897 - Declaration of Dan McCray dated June 16, 2017 (<i>Authenticom</i> , Dkt. 95)
184	PX 900 (CDK-0816958)
185	PX 902 (CDK-0061312)
186	PX 906 (CDK-2117316)
187	PX 907 (CDK-0950675)
188	PX 908 (CDK-1442845)
189	PX 910 (CDK-0161685)
190	PX 911 (CDK-2927804)
191	PX 914 (CDK-2884061)
192	PX 926 (CDK-0214373)
193	PX 938 (CDK-0817806)
194	PX 939 (CDK-2401731)
195	PX 946 (CDK-0832938)
196	PX 948 (CDK-0802599)
197	PX 951 (CDK-2238112)

198	PX 953 (CDK-0223000)
199	PX 954 (CDK-2239175)
200	PX 960 (CDK-0189717)
201	PX 961 (CDK-2862100)
202	PX 964 (CDK-0917344)
203	PX 965 (CDK-1425510)
204	PX 967 (CDK-0792551)
205	PX 971 (CDK 0177998)
206	PX 972 (CDK-3058535)
207	PX 988 (CDK-2667336)
208	PX 992 (CDK-0039289)
209	PX 1007 (SIS_DMS_0012987)
210	PX 1008 (CDK-2194527)
211	PX 1034 - Digital Motorworks Supports Automotive E- Commerce Initiatives
212	PX 1065 (CDK-0166419)
213	PX 1093 (CVR-0296000)
214	PX 1094 (CVR-0017600)
215	PX 1095 (CVR-0019670)
216	PX 1096 (CVR-0023112)
217	PX 1097 (CDK-0235603)
218	PX 1098 (CVR-0017627)
219	PX 1100 (CDK-1725890)
220	PX 1101 (CVR-0551756)
221	PX 1105 (CVR-0018040)

222	PX 1109 (CDK-0981583)
223	PX 1114 (CDK-0979848)
224	PX 1123 (AUTOALERT0000050)
225	PX 1126 (AUTOALERT0000015)
226	PX 1157 (AUTOALERT0000060)
227	PX 1158 (REYMDL00072101)
228	PX 1188 (CDK-1186831)
229	PX 1209 (CDK-1170486)
230	PX 1211 (CDK-3111769)
231	PX 1220 (CDK-0263393)
232	PX 1230 (CDK-1747630)
233	PX 1231 (CDK-0238589)
234	PX 1232 (CDK-0465375)
235	PX 1233 (CDK-0235183)
236	PX 1247 (CDK-2666064)
237	PX 1259 (CVR-0068171)
238	PX 1260 (CVR-0557189)
239	PX 1261 (CVR-0072273)
240	PX 1267 (CVR-0548745)
241	PX 1268 (CVR-0033397)
242	PX 1269 (CVR-0034171)
243	PX 1270 (CVR-0166086)
244	PX 1284 SIS DMS 0002391
245	PX 1388 (CDK-0801423)

246	PX 1389 (CDK-0801245)
247	PX 1390 (CDK-2182964)
248	PX 1392 (CDK-0222945)
249	PX 1394 (REYMDL00243035)
250	PX 1402 (REYMDL00064849)
251	PX 1411 (REYMDL00221475)
252	PX 1470 (CDK-0039514)
253	PX 1504 (CDK-2270358)
254	PX 1524 (REYMDL00479400)
255	PX 1539 (CVR-0314202)
256	PX 1540 (CVR-0017625)
257	PX 1548 (CVR-0071095)
258	PX 1555 (CDK-0222761)
259	PX 1558 (CDK-0175308)
260	PX 1559 (CDK-1776825)
261	PX 1563 (CDK-0012615)
262	PX 1703 Expert Report of Timothy Bresnahan (Nov. 15, 2019)
263	PX 1708 – CDK DMS Competitive Wins (2013-2018)
264	Terms and Conditions (<i>Authenticom</i> , Dkt 65-3)
265	AUTH_00017254
266	AUTH_00036305
267	AUTH_00169148
268	AUTOALERT0000005
269	BAYSTATE Pages from AutoAlert Baystate Invoices

270	BAYSTATE0001499_DMS001BAYSTATE
271	CDK-0000786 - 2017 06 16 [106-26] Exh 24
272	CDK-0001039 - 2017 06 16 [106-38] Exh 31
273	CDK-0014801
274	CDK-0019518
275	CDK-0021117
276	CDK-0039608
277	CDK-0041174
278	CDK-0042748
279	CDK-0043105
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283	CDK-0066958
284	CDK-0073775
285	CDK-0113318
286	CDK-0164275
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289	CDK-0231111
290	CDK-0258167
291	CDK-0340005
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302	CDK-0802567
303	CDK-0802987
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305	CDK-0803492
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339	CDK-1363611
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347	CDK-1721920
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355	CDK-1994702
356	CDK-2109583
357	CDK-2140215
358	CDK-2239477
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373	CDK-3117554
374	CONTINENTAL0021501_DMS003CONTINENTAL
375	COX_0006827
376	COX_0047149
377	CVR-0000037
378	CVR-0017653
379	CVR-0024146
380	CVR-0313979
381	CVR-0519434
382	DOMINION-00045801
383	DOMINION-00149091
384	IMPACT000070
385	IMPACT000352
386	IMPACT000399
387	JOHN_ONEIL0000223_DMS001JOHN_ONEIL
388	JOHN_ONEIL0001878_DMS001JOHN_ONEIL
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392	KENNY_THOMAS0006642
393	MVSC_MDL_0001908
394	MVSC_MDL_0003940
395	MVSC_MDL_0007415
396	MVSC_MDL_0016208
397	MVSC_MDL_0016934
398	MVSC_MDL_0027566
399	MVSC_MDL_0039897
400	MVSC_MDL_0040451
401	MVSC_MDL_0041226
402	MVSC_MDL_0041446
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404	MVSC_MDL_0050387
405	MVSC_MDL_0050390
406	MVSC_MDL_0050710
407	MVSC_MDL_0050807
408	MVSC_MDL_0050833
409	MVSC_MDL_0051377
410	MVSC_MDL_0052582
411	MVSC_MDL_0058737
412	MVSC_MDL_0058926
413	MVSC_MDL_0059698

414	MVSC_MDL_0060313
415	MVSC_MDL_0060454
416	MVSC_MDL_0061433
417	MVSC_MDL_0063839
418	MVSC_MDL_0068311
419	MVSC_MDL_0069731
420	MVSC_MDL_0069878
421	MVSC_MDL_0069938
422	MVSC_MDL_0069961
423	MVSC_MDL_0069963
424	MVSC_MDL_0071899
425	MVSC_MDL_0071900
426	MVSC_MDL_0071901
427	MVSC_MDL_0071902
428	MVSC_MDL_0079497
429	MVSC_MDL_0082956
430	MVSC_MDL_0085161
431	MVSC_MDL_0085266
432	PAG_0000332
433	PAG_0000350
434	PAG_0000471
435	REYMDL00036144
436	REYMDL00037507
437	REYMDL00039153

438	REYMDL00039352
439	REYMDL00062093
440	REYMDL00110417
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442	REYMDL00117700
443	REYMDL00189335
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445	REYMDL00200976
446	REYMDL00207183
447	REYMDL00238492
448	REYMDL00247621
449	REYMDL00537499
450	REYMDL00597237
451	REYMDL00936975
452	REYMDL01076538
453	SIS_DMS_0014157
454	SLP_CDK00000300
455	STEVENSON0005244_DMS003STEVENSON
456	SUNROAD_0001735
457	SUNROAD_0001840
458	2020 07 27 Acciavatti Declaration
459	2020 07 27 Zhao Declaration
460	Declaration of Sumanth Addanki, Ph.D (June 19, 2017) (<i>Authenticom</i> Dkt. 130)
461	Declaration of Joseph Nemelka in support of Damages Report (Aug. 26, 2019)

462	CDK-0767624
463	REYMDL00259866
464	DX 1240 - Declaration of Steve Cottrell (Dec. 18, 2020)
465	PX 234
466	CDK-0186600
467	Declaration of Steve Cottrell (July 28, 2020)
468	PX 818
469	PX 1253
470	PX 447
471	CDK-0222940
472	CDK-0911715
473	CDK-0182153
474	PX 651
475	AUTH_00171748
476	DX 1076
477	REYMDL00259866
478	MVSC_MDL_0021778
479	Email from S. Canterbury (Title Clerk) to R. Skolnick, Fwd Thank You For Your Time (6-12-15)
480	Email from E. van Nieuwberg to J. Nemelka, Fwd Maita Automotive and CDK (8-8-19)
481	Email from J. Capponi to L. Perine, et al., DMV Desk Third Party Access For RPM (3-2-18)
482	PX 746
483	PX 1249
484	PX 1245

485	PX 1248
486	PX 1250
487	CDK-2665672
488	PX 980
489	PX 937
490	PX 576
491	PX 1020
492	PX 275
493	CDK-3121097
494	PX 1180
495	PX 248
496	PX 1426
497	PX 864
498	PX 569
499	PX 949
500	CDK-0050564
501	COX_0037531
502	CDK-3111902
503	CDK-0983553

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: July 28, 2020

/s/ Derek T. Ho
Derek T. Ho